

EXHIBIT “C”

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
W.R. Grace & Co., et al.,) Case No. 01-01139 (JKF)
)
) Jointly Administered
Debtors.)

AFFIDAVIT OF RICHARD W. RILEY

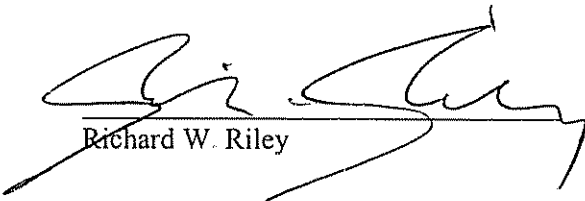
STATE OF DELAWARE)
) SS
NEW CASTLE COUNTY)

Richard W. Riley, being duly sworn, deposes and says:

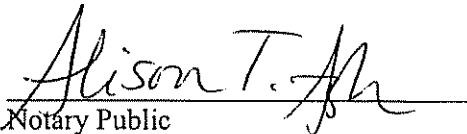
1. I am a partner at the law firm of Duane Morris LLP, counsel for the Official Committee of Unsecured Creditors (collectively, the "Committee").

2. I have read the *Eighteenth Quarterly Application of Duane Morris LLP for Compensation for Services Rendered and Reimbursement of Expenses as Counsel to the Official Committee of Unsecured Creditors for the Period from July 1, 2005 Through And Including September 30, 2005* (the "Application"), and know the contents thereof. The same are true to the best of my knowledge, except as to matters therein alleged to be upon information and belief, and as to those matters, I believe them to be true. I am familiar with all work performed on behalf of the Committee by the attorneys and para-professionals in the firm of Duane Morris LLP.

Dated: November 16, 2005


Richard W. Riley

SWORN TO AND SUBSCRIBED before me this 16th day of Nov., 2005.


Notary Public

ALISON T. ASH
NOTARY PUBLIC
STATE OF DELAWARE
My Commission Expires Sept. 15, 2009